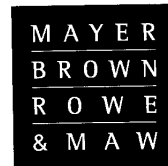
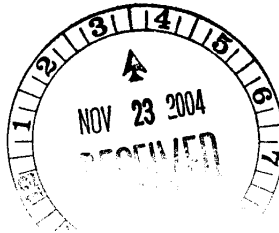


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November 23, 2004

BY HAND-DELIVERY

Honorable Vernon Williams  
Secretary  
Surface Transportation Board  
1925 K Street, NW  
Washington, DC 20423-0001

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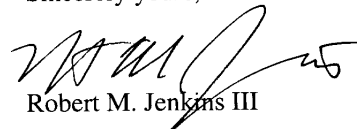
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Re: Finance Docket No. 34606  
Forty Plus Foundation/Manhattan Central  
Railway Systems, LLC -- Feeder Line  
Application -- New York, NY

Dear Secretary Williams:

On October 26, 2004, Forty Plus Foundation ("Forty Plus") and Manhattan Central Railway Systems, LLC ("MCRS") filed a "Notice of Intent to File Feeder Railroad Development Application" in the above docket. Today, the City of New York filed a petition to strike that Notice and dismiss the proceeding. Consolidated Rail Corporation and CSX Corporation and CSX Transportation, Inc. (the "Railroads") concur in the City's petition and join in requesting that the Forty Plus/MCRS Notice be dismissed. In particular, the Railroads wish to disavow any suggestion that they would be interested in financially supporting Forty Plus/MCRS's inchoate proposal.

Sincerely yours,



Robert M. Jenkins III

Counsel for  
Consolidated Rail Corporation

RMJ/bs

cc: Charles A. Spitulnik  
Tomislav R. Neuman  
John H. Broadley  
John D. Heffner  
Jonathan M. Broder  
Peter J. Shultz